

Business Tax Letters and Certificates

The Utah State Tax Commission offers several different letters and certificates that may be needed for the operation of your business.

Letter of Good Standing

The Utah Department of Commerce, Division of Corporations, requires corporations (C-corporations and S-corporations profit and nonprofit) to obtain a Letter of Good Standing from the Utah State Tax Commission to reinstate their corporation if the corporation's registration was involuntarily dissolved. Other business types (Sole Proprietorships, Partnerships, Limited Partnerships, and Limited Liability Companies) are not required to provide the Utah Department of Commerce a Letter of Good Standing. There is no fee to obtain a Letter of Good Standing from the Tax Commission.

Where to Apply

In Person: [Any Utah State Tax Commission office](#)
By Phone: (801) 297-2200 or toll-free at (800) 662-4335
By Fax: (801) 297-7574
In Writing: Utah State Tax Commission
Taxpayer Services Division
210 North 1950 West
Salt Lake City, Utah 84134-7000

How to Request

There is no fee and no required form to request a Letter of Good Standing. You may request a Letter of Good Standing in person, by phone, by fax, or by letter, but any request must include the following information:

- 1) The name of the company.
- 2) The physical address of the company.
- 3) The mailing address if different from the physical address.
- 4) The corporation's Federal Employer Identification Number (FEIN).
- 5) The corporation's Utah Department of Commerce Entity Number (charter number). The Entity Number is six or seven digits followed by a hyphen and four more digits; for example: 1234567-1234. The Entity Number was issued to the corporation when it filed Articles of Incorporation with the Utah Department of Commerce. If uncertain what your Entity Number is, contact the Utah Department of Commerce at (801) 530-4849 for assistance.
- 6) The name, title and daytime telephone number of the person requesting the letter. If not an owner, officer, member, partner or trustee, a power of attorney authorizing the request must be submitted. Use form [TC-737](#), Power of Attorney and Declaration of Representative.

Requirements

To qualify for a Letter of Good Standing, all of the corporation's Utah income/franchise taxes must be current with all returns filed and paid, including any penalties and interest, from the time the company was registered with the Utah Department of Commerce to do business in Utah.

Time Requirements

A Letter of Good Standing is generally issued within ten days after receiving the request, and following verification that all returns and/or payments are in good standing.

Next Step

Once you receive the Letter of Good Standing, submit to the Utah Department of Commerce with the Application for Reinstatement. The application is available at

<http://corporations.utah.gov/pdf/forms/cmborein.pdf>

Tax Account Status Letters

Tax Account Status Letters fulfill a variety of functions and are used when a business needs written verification of the filing and payment status of one or more of its tax accounts/licenses. Tax Account Status Letters are informational statements that reflect the recorded status of the account as of the date of issue. The status letters do not fix, abate, modify or cancel any obligation to the State of Utah, any payment due at the time of the letter, or any payment determined upon later review or audit of the account. Individuals and business owners may request Tax Account Status Letters for their own records or to be prepared for a third party (such as a potential investor, buyer or a financial institution for a business loan). There is no fee to obtain a Tax Account Status Letter from the Tax Commission.

Where to Apply

In Person: [Any Utah State Tax Commission office](#)
By Phone: (801) 297-2200 or toll-free at (800) 662-4335
By Fax: (801) 297-7574
In Writing: Utah State Tax Commission
Taxpayer Services Division
210 North 1950 West
Salt Lake City, Utah 84134-7000

How to Request

There is no fee and no required form to request a Tax Account Status Letter. You may request a Tax Account Status Letter in person, by phone, by fax, or by letter, but any request should include the following information:

- 1) The name of the company.
- 2) The physical address of the company.
- 3) The mailing address if different from the physical address.
- 4) The tax type and tax account number of the account.
- 5) The taxpayer identification number of the account (SSN for individuals and sole proprietors and FEIN for all others).
- 6) The tax/filing period(s) in question.
- 7) The purpose of the request (optional)
- 8) The name, title and daytime telephone number of the person requesting the letter. If not an owner, officer, member, partner or trustee, a power of attorney authorizing the request must be submitted. Use form [TC-737](#), Power of Attorney and Declaration of Representative.

Time Requirements

Tax Account Status Letters are generally issued within ten days of receipt of the request.

Tax Clearance Certificates

To legally conduct business in Utah, a corporation (profit, nonprofit, domestic or foreign) must register with the Utah Department of Commerce. To legally cease doing business once registered, a corporation must dissolve (if domestic) or withdraw (if foreign) the corporation with the Utah Department of Commerce, Division of Corporations. Until a registered corporation legally dissolves or withdraws, it is required to continue to filing and paying Utah corporation income/franchise taxes.

Domestic Corporations (corporations formed in the State of Utah)

Domestic corporations must file Articles of Dissolution with the Utah Department of Commerce, Division of Corporations, to dissolve their business presence with the State of Utah. A Tax Clearance is not required for a domestic corporation to dissolve, but it is recommended that the corporation apply for a Tax Clearance after file Articles of Dissolution to resolve any outstanding tax filings or liabilities the corporation may have.

Foreign Corporations (corporations formed outside of the State of Utah but registered to conduct business in Utah)

Foreign corporations must file an Application for Withdrawal with the Utah Department of Commerce to dissolve their presence with the State of Utah. A Tax Clearance Certificate is required for withdrawal of a foreign business and must be included with the Application for Withdrawal when submitted to the Utah Department of Commerce.

How to Request

To apply for a Tax Clearance Certificate, a corporation must file Utah State Tax Commission form [TC-2001, Application for Tax Clearance](#) and remit a \$50.00 non-refundable processing fee.

Where to Apply

In Person: [Any Utah State Tax Commission office](#)
By Phone: (801) 297-2200 or toll-free at (800) 662-4335
By Fax: (801) 297-7574
In Writing: Utah State Tax Commission
Taxpayer Services Division
210 North 1950 West
Salt Lake City, Utah 84134-7000

How to complete [TC-2001, Application for Tax Clearance](#)

While many of the fields on the Application for Tax Clearance are self-explanatory, some may require assistance. Please contact the Utah State Tax Commission, Taxpayer Services Division if you need assistance completing the form.

Some fields on the Application for Tax Clearance may require assistance to complete. If so, please contact the Utah State Tax Commission, Taxpayer Services Division, at (801) 297-2200 or toll-free at (800) 662-4335.

Utah Incorporation/Qualification Number:

This is the Utah Department of Commerce Business Entity Number. It is formatted as six or seven digits followed by a hyphen and four more digits (1234567-1234) and was

issued when the corporation filed its Articles of Incorporation (domestic) or Application for Authority to Conduct Affairs as a Foreign Corporation with the Utah Department of Commerce. If you do not know your Business Entity Number, contact the Utah Department of Commerce at (801) 530-4849 for assistance.

Sales, withholding, fuel, insurance and other tax licenses and accounts:

List all tax accounts and licenses issued by the Tax Commission for your corporation. If the account or license has not been previously closed, include a letter with your Application for Tax Clearance identifying the account/license number and the effective date it should be closed.

Name of corporate representative:

Include on the Application for Tax Clearance the name, signature and daytime contact number of a corporate officer or authorized representative who is submitting the Application for Tax Clearance and who may be contacted regarding the company's taxes. If not a corporate officer, a power of attorney must be submitted with the application. Use form [TC-737](#), Power of Attorney and Declaration of Representative .

Name of person to receive tax clearance:

This is the person the Certificate of Tax Clearance will be mailed to once all requirements of the tax clearance are met. This should not be the Utah Department of Commerce, but the person handling the dissolution or withdrawal of the business. If not a corporate officer, a power of attorney must be submitted with the application. Use form [TC-737](#), Power of Attorney and Declaration of Representative.

Tip:

You may attach a letter detailing any special circumstances to your Application for Tax Clearance not covered by the Application, such as:

- If the corporate representative and the person to receive the tax clearance are different, who will be the primary contact with the Tax Commission for any questions or requirements for the tax clearance (or contact information for third party). Note, the primary contact must be an officer or be authorized via a power of attorney by an officer to act as the primary contact.
- A business with multiple Business Entity or federal identification numbers (FEIN) or without a FEIN.
- A single member LLC disregarded as a separate entity.
- A corporation that while registered with Utah never conducted any business in the State.
- A business with multiple parent corporations during its history.

Requirements

A Tax Clearance may not be issued until all required returns are filed and all taxes, penalties and interest are paid for all years a business was registered with the Utah Department of Commerce regardless of whether the company conducted business.

Domestic corporations should dissolve the company with the Utah Department of Commerce and file and pay all tax returns up to and including the date the dissolution was approved.

Foreign corporations are liable to file and pay taxes, including all penalties and interest, through their withdrawal date as determined by the Utah Department of Commerce. Foreign corporations must clear their taxes before they withdraw. Because of this, a foreign

corporation's final Utah corporate income/franchise tax returns should cover not only the time up to when the business ceased its operations in Utah, but the period it will take for the Application for Tax Clearance and the Application for Withdrawal to be processed (typically 3-4 months).

Once the Application for Tax Clearance is received by the Utah State Tax Commission, the corporation's tax accounts/licenses will be reviewed. A letter will be sent detailing any deficiencies that need to be resolved before the Tax Clearance can be issued.

Next Step

Domestic Corporations: Keep your Certificate of Tax Clearance with your business records.

Foreign Corporations: Keep a copy of your Certificate of Tax Clearance with your business records and submit a copy to the Utah Department of Commerce with your Application for Withdrawal.